September 3, 2004

CONFIDENTIAL

Mr. Joel Corwin
Two First National Plaza
20 South Clark Street, Suite 2210
Chicago, IL 60603

Subject: CVP Systems, Inc. ("CVP") and 2518 Wisconsin Avenue, Downers Grove, Illinois (the "Property")

Dear Mr. Corwin:

Civil & Environmental Consultants, Inc. (CEC) is reviewing data associated with the subsurface conditions at the Property and at the Ellsworth Industrial Park Superfund Site, Downers Grove, Illinois (the "Site"). For ease of reference, the following acronyms are used in this letter:

TCE = trichloroethene
PCE = tetrachloroethene
1,1,1 TCA = tetrachloroethane
cis 1,2-DCE = , cis 1,2-dichloroethene
Freon 113= chlorinated fluorocarbon
1,1-DCA = 1,1-dichloroethane
VC = vinyl chloride
MCL= maximum contaminant limit
VOCs = volatile organic compounds
COCs = contaminants of concern
BTEX= benzene, toluene, ethylbenzene, total xylenes

1. General Site Background Information

Our initial review of the data associated with the subsurface conditions at the Property and the Site identified the following information:

Chicago 3041 Woodcreek Drive
Suite 210
Downers Grove, Illinois 60515-5417
Phone 630/963-6026
Fax 630/963-6027
Toll Free 877/963-6026
E mail chicago@cecinc.com

Pittsburgh 800/365-2324
Cincinnati 800/759-5614
Columbus 888/598-6808
Export 800/898-3610
Indianapolis 877/746-0749
Nashville 800/763-2326
St. Louis 866/250-3679

Corporate Web Site http://www.cecinc.com

1.1 Sampling conducted by the United States Environmental Protection Agency (USEPA) and Illinois EPA (IEPA) have detected the following elevated concentrations of VOCs; TCE, PCE, and 1,1,1, TCA in soil and groundwater at the Site. (EPA Findings of Fact, October 2002)

1.2 Three water bearing zones have been identified in the Ellsworth Industrial Park; shallow perched zones, intermediate glacial drift water-bearing zone, and the bedrock aquifer system. (Page 2 of 10 "August 2004 EPA Data Evaluation Summary Report")

1.3 Bedrock groundwater flow direction is generally to the south-southeast. (Page 2 of 10 "August 2004 EPA Data Evaluation Summary Report")

1.4 Public and private water supply wells in Downers Grove are installed primarily in the bedrock aquifer (Silurian Dolomite). Wells range in depth from 100 to 250 feet below ground surface. Wells installed during the 2002 investigation were between 70 and 100 feet below ground surface. A hydraulic connection between the intermediate water bearing system and the bedrock aquifer system is supported by the presence of glacial outwash deposits (sand and gravel) directly over bedrock near St. Joseph Creek. This hydraulic connection allows a rapid and unimpeded introduction of COCs into the bedrock aquifer system. (Page 46, May, 2002 EPA Preliminary Site Investigation Report)

1.5 The IEPA sampled drinking water wells at approximately 546 homes located to the south-southeast of the Industrial Park. TCE was detected at approximately 450 of these homes. 109 wells exceeded the MCL for TCE. PCE was detected in wells at approximately 352 homes. 89 wells exceeded the MCL for PCE. TCA was detected in wells at approximately 325 homes. (EPA Findings of Fact, October, 2002)

1.6 The EPA Preliminary Investigation Report, dated May 2002, indicated that chlorinated solvents detected were generally concentrated in the groundwater samples collected along Curtis Street between Chase Street and Katrine Avenue. Samples were collected along the Public Right-of-Way. Six properties (Ames Supply, Scot, Inc., Arrow Gear Inc., Dynagear, Precision, and Rexnord Corporation) are located in the vicinity of the samples. (Page 6 of 6, May, 2002 EPA Preliminary Site Investigation Report - Recommendations)

2. Results of Phase Two Borings on the Property

2.1 The Property (at 2518 Wisconsin Avenue, on which CVP is located) had a total of six geoprobe borings completed by the EPA. The results of the investigation were provided in an EPA Data Evaluation Summary Report, dated August 3, 2004. A total of 14 soil samples were collected and submitted to a subcontract laboratory for analysis of VOCs, and percent moisture content.

2.2 Laboratory analytical results, referenced in the August 3, 2004 EPA Report, indicated detectable concentrations of 1,1,1 TCA (5 micrograms/kilogram, ug/kg) and Freon 113 (63 ug/kg) at GP-100 17.5 to 18.5 feet below ground surface. The most stringent soil remediation objective listed in the IEPA's Part 742 "The Tiered Approach to Corrective Action Objectives" (TACO) is the Soil Component of the Class I Groundwater Ingestion Exposure Route, which is 2,000 ug/kg for 1,1,1 TCA. The detected 1,1,1 TCA concentration on the Property is well below the most stringent TACO standard. Freon 113 does not have established soil remediation objectives listed in TACO. It should be noted that analytical results for 1,1,1 TCA for other soil samples analyzed were 10 ug/kg, which is also well below the most stringent TACO standard.

2.3 A soil sample collected at the shallower, four to six foot depth interval from GP-100 did not have detectable concentrations of 1,1,1 TCA, and Freon 113. Based on the fact that no residual concentrations of 1,1,1 TCA was detected in any shallow soil samples collected on the property occupied by CVP in the April 2004 subsurface investigation, it is unlikely that the 1,1,1 TCA detected in GP-100 at 17.5 to 18.5 feet below ground surface came from the Property.

2.4 Temporary piezometer wells were installed at the six geoprobe locations. Groundwater samples were collected from each of the locations and analyzed for VOCs. Analytical results indicated low concentrations of certain VOCs at GP-100, GP-101, GP-103, and GP-134. The following non chlorinated solvent related COCs were detected at levels below the most stringent groundwater remediation objective: acetone, benzene, Freon 113, chloromethane, ethylbenzene, toluene, and total xylenes. These COCs can be used to evaluate potential groundwater flow and source area(s) in the shallow water bearing unit. Concentrations of 1,1,1 TCA (0.26 ug/l) at GP-100 are well below the Class I groundwater remediation objective (200 ug/l) listed in TACO. Concentrations of 1,1 DCA (0.33 ug/l) at GP-100 are well below the Class I groundwater remediation objective (700 ug/l) listed in TACO. Finally, concentrations of 1,1 DCA (0.23 ug/l) at GP-101 also are well below the Class I groundwater remediation objective (700 ug/l) listed in TACO.

2.5 The piezometer at GP-100 was screened from 15 to 25 feet below ground surface. Because the soil sample at GP-100 was collected at the 17.5 to 18.5 foot depth interval, it is possible that the soil analytical results actually reflect the groundwater results. This is based on the fact that both 1,1,1 TCA and Freon 113 were encountered in soil from the 17.5 to 18.5 foot depth interval, and a groundwater sample was collected from the screened zone of 15 to 25 feet below ground surface. Based on this finding, it is likely that residual COCs encountered on the Property originated from another location.

2.6 Sampling conducted by the EPA and IEPA in other areas of the Site have detected elevated concentrations above TACO standards of VOCs, TCE, PCE, and 1,1,1, TCA, in soil and groundwater.

Only 1,1,1 TCA was found in soil and groundwater at the Property and the concentrations were well below the most stringent soil and groundwater remediation objectives listed in TACO. The soil sample result that detected 1,1,1 TCA coincides with the screened water sample interval and is found nowhere in else on the Property, including near surface samples. Based on what the Site and Property sampling data shows, it is more likely that residual COCs have migrated on to the Property rather than having been released at or on the Property.

2.7 Although below the most stringent groundwater remediation objectives, the following COCs were detected from groundwater samples collected at the Property; 1,1,1 TCA, 1,1 DCA, acetone, benzene, Freon 113, chloromethane, ethylbenzene, toluene, and total xylenes. All of the referenced COCs were detected at GP-100, located on the north side of the property. Benzene, Freon 113, chloromethane, and toluene were detected at GP-134. GP-134 is located at the northwest corner of the property. 1,1 DCA, toluene, and total xylenes were detected at GP-101, and toluene was detected at GP-103. GP-101 is located on the northwest side of the property and is south of GP-100 and GP-134. GP-103 is located to the south of GP-101. The highest concentrations and number of COCs is at GP-100. The three COCs detected at GP-101 were less in concentration than at GP-100. Only one COC was detected at GP-103 and was less than at GP-101 and GP-100. It should be noted that at GP-133 located west of GP-101 on the adjoining property did not have detectable concentrations of the referenced COCs. Based on the locations and concentrations of COCs and the concentrations encountered, it appears that the potential source of impact is to the north of the Property. The most notable property to the north with documented evidence of releases similar to the COCs detected on the Property is at Scot, Inc., 2525 Curtis Street, the north adjoining property. According to the EPA Preliminary Investigation Report, dated May 2002, Scot, Inc. had confirmed soil sample analytical results of; PCE, TCE, cis-1,2-DCE, 1,1,1 TCA, benzene, ethylbenzene, toluene, and total xylenes. The EPA May 2002 Report indicated that there was not a groundwater investigation completed on the Scot, Inc. property.

2.8 Because PCE, TCE, and cis-1,2 DCE are heavier than water, it would not be expected to encounter elevated levels of these COCs in the shallow groundwater samples. Benzene, ethylbenzene, toluene, and total xylenes are lighter than water, and should be expected, if a release occurred, to be located in the shallow water bearing unit, which according to the 2004 report, was the unit sampled at the Property.

3. Lubricants Used by CVP

CVP uses or has used CoolSpar NF, Kool Mist 77 and Kleen Kool 300 in their operations at the Property. Reviewing the MSDS's, provided by CVP for these referenced lubricants, no chlorinated solvents are listed as ingredients.

4. Potential Third Party Sources and Migration

4.1 Suspect source areas and their proximity to CVP (the Property). The location of the suspect source areas to the Property was also compared if these properties are/were up gradient, cross gradient or down gradient. This is based on groundwater flow in the bedrock aquifer. Bedrock groundwater flow direction is generally to the south-southeast. (Page 2 of 10 EPA August 2004 Data Evaluation Summary Report). A flow direction could not be determined in the shallow and intermediate water bearing units. The EPA Preliminary Investigation Report, dated May 2002, indicated that chlorinated solvents detected were generally concentrated in the groundwater samples collected along Curtis Street between Chase Street and Katrine Avenue. Samples were collected along the Public Right-of-Way. Six properties (Ames Supply, Scot, Inc., Arrow Gear Inc., Dynagear, Precision, and Rexnord Corporation) are located in the vicinity of the samples. (Page 6 of 6, EPA May, 2002 Preliminary Site Investigation Report – Recommendations)

4.2 Precision Brand Products, 2250 Curtiss Street. Precision is located approximately 1,600 feet northwest of the Property. Precision appears to be cross gradient to up gradient from the Property. Precision used TCE from approximately 1970 to 1978 through 1979. The solvent distillation units were located at the southwest corner of the building. In the 1970s, non-contact cooling water from degreasing operations was discharged to the floor drains or sumps associated with the sanitary sewer system. (PRP Response Summary Table, prepared by Science Applications International Corporation (SAIC) for the USEPA Region 5, dated April 2002.)

4.3 Rexnord Corp., 2400 and 2324 Curtiss Street. Rexnord is located approximately 1,000 to 1,400 feet north and northwest of the Property. Rexnord appears to be up gradient from the Property. It used 1,1,1 TCA in a small, enclosed vapor degreaser, and used TCE between 1989 and 1993. Between 1982 and 2000, the facility averaged 100 gallons of TCE waste annually. (PRP Response Summary Table, prepared by SAIC for the USEPA Region 5, dated April 2002.)

4.4 Scot, Inc., 2525 Curtiss Street. Scot adjoins the Property to the north. Scot appears to be up gradient from the Property. Since 1958 chlorinated solvents have been used at the facility. TCE and other solvents were stored in a concrete room on the west side of the building, which was built in 1987. PCE was detected in all soil samples collected from the south side of the facility during a Phase II investigation – date and by whom was not listed. (PRP Response Summary Table, prepared by SAIC for the USEPA Region 5, dated April 2002.)

4.5 Suburban Self Storage, 2333 Wisconsin Ave. Suburban is located approximately 800 feet southeast of the Property. Suburban Self Storage appears to be cross gradient from the Property. Suburban is also the former location of Liberty Copper and Wire Company. Liberty generated waste enamel and solvent containing acetone, toluene, cresylic acid and methanol. (PRP Response Summary Table, prepared by SAIC for the USEPA Region 5, dated April 2002.)

4.6 Tricon Industries 2325 Wisconsin Avenue. Tricon is located approximately 1,200 feet southeast of the Property. Tricon appears to be cross gradient from the Property. PCE is used in the degreasing process, and is shipped offsite for recycling. Between 1983 and 1990, waste TCE and PCE was generated. Between 1992 and 1997, Tricon purchased an average of about 10 drums of PCE per year. (PRP Response Summary Table, prepared by SAIC for the USEPA Region 5, dated April 2002.)

4.7 Ames Supply Company 2537 Curtiss Street. Ames adjoins the Property to the northwest. Ames appears to be up gradient to cross gradient from the Property. Since 1958, chlorinated solvents have been used at the facility. Ames used chlorinated solvents, including TCE, and PCE, during its operational procedures. Two subsurface investigations completed (July 2001 and September 2001) did not encounter chlorinated solvent concentrations above the industrial/commercial standards listed in the Illinois Environmental Protection Agency's (IEPA) Part 742 "The Tiered Approach to Corrective Action Objectives (TACO). One sample location detected concentrations of PCE, 1,1,1 TCA, TCE, cis 1,2-DCE, and 1,1 DCA, at a depth of 17 to 27 feet below ground surface. (PRP Response Summary Table, prepared by SAIC for the USEPA Region 5, dated April 2002.)

4.8 Arrow Gear 2301 Curtiss Street. Arrow is located approximately 900 feet northeast of the Property. Arrow appears to be up gradient to cross gradient from the Property. Arrow stored chlorinated solvents onsite. Approximately 220 gallons stored onsite at one tome. The solvents were recycled after use. In 1992, Arrow disposed of 65 gallons of TCE. In 1988 or 89, one 55-gallon drum of TCE was delivered with a pin sized hole, through which several ounces of TCE leaked in doors on the shipping/receiving dock. (PRP Response Summary Table, prepared by SAIC for the USEPA Region 5, dated April 2002.)

4.9 According to a Phase I ESA completed on the Arrow property in 1996, completed by an unknown company, a private well used by a small subdivision to the east of Arrow was closed due to elevated levels of TCE. Four above ground storage tanks (ASTs) were used since 1992 containing waste, mineral spirits, coolant oil, and sludge. One 800 gallon underground storage tank (UST) that contained waste oil and coolant was in use from 1967 until 1991 and abandoned in place. One 1,000 gallon UST containing quench oil was also abandoned in 1991 and then removed in 1993. The tank was visibly deteriorated and stained soils detected. Soil samples were not tested for PCE or TCE.

4.10 C & C Machine Tool Service, Inc. 5024 Chase Avenue. C & C Machine is located approximately 1,800 feet northeast of the Property. C & C appears to be up gradient to cross gradient from the Property. C & C stated that they did not purchase or use chlorinated solvents or other chlorinated materials. Between 1998 and 2001 C & C received 15 Land Disposal restriction notifications from Safety Kleen for liquid aqueous parts cleaner waste they collected containing 6 milligrams per kilogram (mg/kg) of PCE. (PRP Response Summary Table, prepared by SAIC for the USEPA Region 5, dated April 2002.)

4.11 Grove Automotive 5103 Belmont Road. Grove Automotive is located approximately 2,400 feet northeast of the Property. Grove Automotive appears to be up gradient to cross gradient from the Property. Operation uses unspecified parts cleaning fluids, which are stored in drums and removed by Safety Kleen. It is not known how long Grove has used Safety Kleen and how waste was handled previous to Safety Kleen. Grove Automotive has been in business for more than 20 years and the EPA states that it is likely that chlorinated solvents were used. (PRP Response Summary Table, prepared by SAIC for the USEPA Region 5, dated April 2002.)

4.12 Atlas Tube 2300 Wisconsin Avenue. Atlas Tube is located approximately 1,200 feet east of the Property. Atlas Tube appears to be cross gradient from the Property. Atlas used products containing trichloroethane, PCE in carpet shampoo, and an unspecified chlorinated solvent in its machine shop. Also had a product called Taskmaster stainless, containing 1,1,1 TCE. Solvents were stored in a specially designed locker. Solvents were stored in 5 to 55 gallon containers and taken to production areas by hand in five gallon containers. (PRP Response Summary Table, prepared by SAIC for the USEPA Region 5, dated April 2002.)

4.13 Magnetrol International, Inc. 5300 Belmont Road. Magnetrol is located approximately 1,600 feet east of the Property. Magnetrol appears to be cross gradient from the Property. A 1,1,1 TCE degreaser with a 500 gallon tank had been used at the Property. Waste manifests Magnetrol provided indicated the use of PCE and TCE from at least 1980 until 1995. 1980 was the earliest manifest provided. No manifests were provided after 1997. (PRP Response Summary Table, prepared by SAIC for the USEPA Region 5, dated April 2002.)

4.14 The Morey Corporation 2569 Wisconsin Street. Morey is located approximately 800 feet southwest of the Property. Morey appears to be cross gradient from the Property. MSDS's provided by Morey Corp. indicated a material used called Locquic Primer, dated 1985, contained 98% TCA. An MSDS for McLube, dated 1992 indicated 95-99% 1,1,2-trichloro-1,2,2-trifluoroethane. Between 1992 and 2001 Morey stored and used 390 cans of Slide Epoxease Aerosol which contained 55-65% TCE. A Phase II investigation completed in June 2000 indicated concentrations of PCE (220.8 parts per million) and TCE (5.96 parts per million) near the loading dock. A focused site investigation was completed between August 2000 and January 2001. Elevated levels of PCE, TCE, VC, methylene chloride, and dichloroethylene were found in soil. A No further Remediation (NFR) Letter was obtained by the IEPA in February 2001. (PRP Response Summary Table, prepared by SAIC for the USEPA Region 5, dated April 2002.)

4.15 Flexico Flexible Steel Lacing Co. 2525 Wisconsin Street. Flexico adjoins the Property to the south. Flexico appears to be down gradient from the Property. According to the August 3, 2004 Data Evaluation Summary Report, no detections of targeted chlorinated compounds were noted at Flexico. Based on this finding, it appears no potential chlorinated COCs have migrated onto Flexico including from the Property.

Conclusions

In conclusion, the available Site and Property data that we have reviewed are insufficient to establish that there has been a release or that there is a threatened release on the CVP Property. Further, the results of soil and groundwater sampling on the CVP Property are more consistent with the finding that the source of the detected constituents is an off-site source. This is supported by the fact that the constituents were not found at shallow soil depths but only at deeper depths. The one detection of the chlorinated solvents in the deeper "soil" was taken at a depth that is within the zone of saturated soils that can be impacted by groundwater. The absence of sufficient data to show that a release occurred on the CVP Property is also consistent with the lack of chlorinated solvents present in the lubricants used by CVP. Finally, the location of numerous up gradient and cross gradient properties at which the subject constituents have been detected and/or at which they have been reported to have been used also supports our conclusion that the data does not show that a release has occurred on the CVP Property.

I can provide additional explanation as well as credentials upon request.

Sincerely,

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